

1 **Arthur L. Barnes** (SBN 096886)
2 Attorney at Law
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8 UNITED STATES BANKRUPTCY COURT
9 EASTERN DISTRICT OF CALIFORNIA
10 SACRAMENTO DIVISION

11 In re:) CASE NO. 10-27215-D-11
12)
13 RIPON SELF STORAGE, LLC) D.C. No. ALB - 9
14)
15 Debtor.) Chapter 11
16)
17) First Interim Fee Application by
18) Debtor's Bankruptcy Counsel -
19) Arthur L. Barnes
20)
21) Date: December 1, 2010
22) Time: 10:00 am
23) Dept: D
24)
25)
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29 To the Honorable William J. Bardwil, Bankruptcy Judge,
30 The Debtor's Chapter 11 Bankruptcy counsel, Arthur L. Barnes (hereafter "Attorney Barnes"),
31 respectfully represents under penalty of perjury:

32 1. This interim attorney fee application is made pursuant to 11 U.S.C. §§ 330 & 331 for
33 payment of legal services rendered to the Debtor-in-possession from the petition date on
34 March 23, 2010, through and including the last regular appearance made by Attorney
35 Barnes in this Court on August 18, 2010 addressing Exchange Bank's Motion to Lift the
36 Automatic Stay.

37 2. **Total fees requested by Attorney Barnes in this first interim fee application are**

\$20,480.00.

3. This Court approved the Debtor-in-possession's request to retain Attorney Barnes as Bankruptcy Counsel on May 4, 2010 (that Order is attached hereto as Exhibit A).
4. That employment order establishes that Attorney Barnes may only be compensated by the Debtor for attorney fees through court order for a fee application requested pursuant to 11. U.S.C. § 330(a) and that an application for interim attorney fees may only be made once every 120 days upon request and for reasonable grounds alleged in the application.
5. The employment order also establishes that attorney fees will be compensated at the "lodestar rate" applicable at the time services were rendered according to In re Minoa Finance Co., 853 F.2d 687 (9th Cir. 1988).
6. By this application Attorney Barnes alleges that reasonable grounds exist for this Court to approve interim attorney fees to Attorney Barnes. Attorney Barnes believes that his standard rates are reasonable and reflect the market rate for chapter 11 bankruptcy representation in the California Eastern Bankruptcy District. The hourly rates which Attorney Barnes charges are: \$300 for his fees, and \$60 for support staff.
7. Attorney Barnes and his support staff record and maintain daily time "logs" for all hours billed which records include: the date of services rendered, by whom, a description of the service performed, and the hours billed. A chronological summary of the time spent by Attorney Barnes and his support staff on the Debtor's behalf in this bankruptcy is attached hereto as Exhibit B.
8. The total actual billable dollars applied for in this attorney fee application is **\$20,480.00**, representing **85.5** hours of professional time spent representing the Debtor in issues regarding this bankruptcy case.
9. Accordingly, the \$15,000 retainer taken by Attorney Barnes pre-petition has been exhausted through this interim fee application and Attorney Barnes only charged the Debtor \$5,000 pre-petition to prepare and file its petition and to advise the Debtor as to

1 its other legal issues.

2 10. During this bankruptcy case Attorney Barnes' time was spent: completing the Debtor's
3 emergency petition, attending the Debtor's 341 meeting, preparing amendments to the
4 Debtor's schedules, attending the status hearing, negotiating with creditors, filing and
5 defending objections to the Debtor's cash collateral motion, defending the Debtor against
6 Exchange Bank's motion the lift the stay, filing the Debtor's motion to enforce the stay,
7 reviewing proofs of claim, requesting to extend the exclusivety period, and providing
8 those other services specifically described in Exhibit B.

9 11. No payments have been promised by Attorney Barnes to any third party in any capacity in
10 connection with this case except fees indicated in this fee application.

11
12 Attorney Barnes respectfully prays that he be allowed compensation in the amount of **\$20,480.00**
13 for the period designated for legal services rendered as the duly appointed bankruptcy counsel to
14 the Debtor-in-possession in this bankruptcy case.

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16 Respectfully submitted on October 28, 2010, by

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18 /s/Arthur L. Barnes
19 Arthur L. Barnes
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Exhibit A

1 **Arthur L. Barnes (SBN 096886)**
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9 **UNITED STATES BANKRUPTCY COURT**
10 **EASTERN DISTRICT OF CALIFORNIA**
11 **SACRAMENTO DIVISION**

12 **In re:**

13 **RIPON SELF STORAGE, LLC**

14 **Debtor.**

15 **CASE NO. 10-27215-D-11**

16 **D.C. No. ALB - 2**

17 **CHAPTER 11**

18 **Order Approving Employment
19 of Debtor's Counsel**

20

21 **ORDER APPROVING EMPLOYMENT OF COUNSEL**

22 On April 19, 2010, the debtor, as debtor-in-possession, filed Debtor's Application
23 for Order Authorizing Employment of Arthur L. Barnes, Esq. as Bankruptcy Reorganization
24 Counsel (the "Application") to employ Arthur L. Barnes, Esq. to represent the debtor, as
25 debtor-in-possession. Based upon the Application, the record, and the verified statement
required by Bankruptcy Rule 2014(a), it appears that the counsel is eligible to be employed.

26 **IT IS SO ORDERED** that the Application is granted and the debtor, as debtor-in-
27 possession, is authorized to retain Arthur L. Barnes, Esq. as counsel, subject to the following
28 reasonable terms and conditions:

29 1. The application is subject to the terms and conditions of 11 U.S.C. Section
30 328(a).

2. No compensation is permitted except upon court order following application pursuant to 11 U.S.C. Section 330(a).

3. Compensation will be at the "lodestar rate" applicable at the time that services are rendered in accordance with the Ninth Circuit decision in In re Monoa Finance Co., 853 F.2d 687 (9th Cir. 1988). No hourly rate referred to in the Application papers is approved unless unambiguously so stated in this order or in a subsequent order of this court.

4. All funds received in connection with this matter for post-petition services, regardless of whether they are denominated a retainer or are said to be non-refundable, are deemed to be advance payment of fees and to be property of the estate.

5. Funds that are deemed to constitute an advance payment of fees shall be maintained in a trust account maintained in an authorized depository, which account may be either a separate interest-being account or a trust account containing commingled funds. Withdrawals are permitted only after approval of an application for compensation and after court issues an order authorization disbursement of a specific amount.

Dated: May 04, 2010

**Robert S. Hardwill, Judge
United States Bankruptcy Court**

Exhibit B

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Arthur L. Barnes
Attorney at Law
205 W. Yosemite Ave.
Manteca, CA 95336

History Bill

Ripon Self Storage, LLC

Atty Arthur L. Barnes time \$300.00 per hour - Bk Staff R.S.W. time: \$60.00 per hour.

Date	Atty/Staff	Description	Time	Amount
03/24/2010	Atty Barnes	Draft letter to Exchange Bank in reference to filing and in reply to telephone call with Atty for Exchange Bank regarding, among others, cash collateral.	.30	\$90.00
03/24/2010	RSW	Telephone call with client confirming filing and next duties.	.50	\$30.00
03/25/2010	Atty Barnes	Telephone call with Attorney Rachel Stevenson, Esq. of Exchange Bank regarding, among others, single asset case.	.10	\$30.00
03/25/2010	Atty Barnes	Conference with client regarding wide range of issues, including, but not limited to Note A & B, security and non-security, etc.	2.0	\$600.00
03/25/2010	Atty Barnes	Draft letter to Exchange Bank in reference to single asset issue.	.20	\$60.00
03/26/2010	RSW	Phone call with client expressing choices & obligations.	.50	\$30.00
03/25/2010	RSW	Conference with client regarding choices & obligations of debtor-in-possession.	1.0	\$60.00
03/26/2010	Atty Barnes	Telephone call with Attorney John Harris, Esq. regarding lien holder on mechanics lien of record, its pending civil litigation in state court and possible purchase of property by lien holder for further plan of client/debtor.	.30	\$90.00
03/26/2010	Atty Barnes	Conference with client regarding duties and obligations of debtor-in-possession, among other issues.	1.0	\$300.00
03/29/2010	Atty Barnes	Draft letter to Exchange Bank regarding cash collateral.	.20	\$60.00
03/29/2010	RSW	Phone call with managing partner regarding preparing		

1	03/29/2010	RSW	Trustee Questionnaire.	.25	\$15.00
2	03/30/2010	Atty Barnes	Prepare Trustee Questionnaire.	2.0	\$120.00
3			Conference in office with managing partner for debtor-in-possession regarding among others, the use of cash collateral and plan or plans for curing note A and various discussions		
4			regarding Exchange bank, possible buyers of the subject property, liens of record, and pending litigation in state court actions.	2.5	\$750.00
5	03/31/2010	Atty Barnes	Draft Notice of Motion and Motion for Use of Cash Collateral with supporting documents & attachments.	4.0	\$1,200.00
6	03/31/2010	RSW	Copy Notice of Motion, Motion for Cash Collateral; make service of same.	2.0	\$120.00
7	03/31/2010	RSW	Interview debtor and prepare Declaration.	2.0	\$120.00
8	03/31/2010	RSW	Finish and mail Questionnaire.	1.0	\$65.00
9	04/01/2010	RSW	Prepare Notice of Hearing; Prepare Proposed Order; Prepare Proof of Service.	2.0	\$120.00
10	04/01/2010	RSW	Copy and make service of Notice, Motion, Declaration & Proposed Order.	2.0	\$120.00
11	04/01/2010	RSW	File Notice, Motion, Declaration, and Proposed Order.	.50	\$30.00
12	04/01/2010	RSW	Copy & serve Status Conference Order; prepare Proof of Service of Status Order; file Proof of Status Order.	2.5	\$150.00
13	04/07/2010	Atty Barnes	Travel to Stockton, CA to review file of state court litigation in regards to mechanic lien holder Diede Construction.	1.50	\$450.00
14	04/08/2010	Atty Barnes	Draft Debtor Status Report.	.40	\$120.00
15	04/13/2010	Atty Barnes	Review proof of claim filed by Attorney Montanari, Esq.	.30	\$60.00
16	04/18/2010	Atty Barnes	Conference in office with managing partner for debtor-in-possession regarding further documentation as requested by U.S. Trustee.	1.0	\$300.00
17	04/19/2010	Atty Barnes	Draft "first day motions"; application for employment of counsel with supporting documents.	3.0	\$900.00
18	04/19/2010	Atty Barnes	Draft letter to U.S. Trustee enclosing requested information.	.10	\$30.00

1	04/20/2010	Atty Barnes	Review matter prior to next days hearing.	.20	\$60.00
2	04/20/2010	Atty Barnes	Telephone call with managing partner for debtor-in-possession.	.30	\$90.00
3	04/21/2010	Atty Barnes	Travel to Sacramento to attend Status Conference; conclude hearing; conference with managing partner of debtor-in-possession prior to and after hearing.	1.5	\$450.00
4	04/22/2010	Atty Barnes	Review "flow sheets" for January 2009 thru December 2009.	.20	\$60.00
5	04/22/2010	Atty Barnes	Review and prepare for next day 341 hearing in Sacramento.	1.0	\$300.00
6	04/23/2010	Atty Barnes	Travel to Sacramento to attend 341 Hearing; conclude hearing; conference with client after hearing.	1.5	\$450.00
7	04/23/2010	Atty Barnes	Review Proof of Service by Atty Berke-Dreyfuss.	.10	\$30.00
8	04/25/2010	Atty Barnes	Draft Response to Objection to the Use of Cash Collateral.	1.0	\$300.00
9	04/26/2010	Atty Barnes	Telephone call with debtor regarding recently filed claim.	.30	\$90.00
10	04/29/2010	Atty Barnes	Conference in office with managing partner of debtor-in-possession.	1.5	\$450.00
11	04/29/2010	Atty Barnes	Review insurance binder & operating statement of debtor-in-possession; review limited partnership agreement.	.30	\$90.00
12	04/29/2010	Atty Barnes	Telephone call with Attorney John Harris, Esq. regarding mechanic lien holder litigation and Diede Construction.	.20	\$60.00
13	04/30/2010	Atty Barnes	Draft letter to U.S. Trustee enclosing Flow sheets, proof of insurance, operating statement, and Limited Partnership Agreement.	.10	\$30.00
14	May 1, 2010	RSW	Investigate I.R.S. issue of paid claim.	.30	\$18.00
15	05/04/2010	Atty Barnes	Conference in office with managing partner in regards of, among others, upcoming hearing on use of cash collateral.	1.0	\$300.00
16	05/05/2010	RSW	Prepare Amended Schedule for debtor.	.50	\$30.00
17	05/12/2010	Atty Barnes	Conference in office with managing partner of debtor-in-possession regarding future plan, potential buyers, current litigation.	1.5	\$450.00

1	05/18/2010	Atty Barnes	Conference in office with managing partner of debtor-in-possession regarding upcoming hearings.	1.0	\$300.00
2	05/19/2010	Atty Barnes	Draft letter to U.S. Trustee enclosing balance sheets.	.10	\$30.00
3	05/20/2010	Atty Barnes	Draft Supplemental Declaration in Support of Motion for Cash Collateral.	.50	\$150.00
4	05/21/2010	Atty Barnes	Telephone call with managing partner of debtor-in-possession.	.20	\$60.00
5	05/25/2010	Atty Barnes	Prepare for next days hearing.	.50	\$150.00
6	05/26/2010	Atty Barnes	Travel to Sacramento to attend hearing on Cash Collateral; conclude hearing; conference with managing partner of debtor-in-possession after hearing.	2.0	\$600.00
7	06/04/2010	Atty Barnes	Review Response by Exchange Bank to Supplemental Declaration of managing partner for issue of cash collateral.	.50	\$150.00
8	06/24/2010	Atty Barnes	Draft letter to Recontrust Company to have them stand down on foreclosure of managing partners "other" property due to the stay of the co-debtor, debtor-in-possession.	.50	\$150.00
9	06/24/2010	RSW	File court schedules.	.20	\$12.00
10	06/25/2010	Atty Barnes	Review letter from creditor Exchange Bank regarding Redwood Trust Deed Services.	.10	\$30.00
11	06/29/2010	Atty Barnes	Draft letter to CalWestern Reconveyance Corporation regarding foreclosure of co-debtor and issues presented by foreclosure of collateral by managing partner of debtor-in-possession.	.30	\$90.00
12	06/30/2010	Atty Barnes	Draft letter to Exchange Bank's Attorney enclosing cash collateral payment and discussion of other issues.	.30	\$90.00
13	07/01/2010	Atty Barnes	Draft letter to Exchange Bank regarding, among others, the personal guarantee and collateralization of Note B.	.20	\$60.00
14	07/07/2010	RSW	Telephone call with debtor (managing partner for debtor-in-possession).	.50	\$30.00
15	07/07/2010	Atty Barnes	Draft letter to Recontrust Company regarding pending foreclosure.	.30	\$90.00
16	07/12/2010	Atty Barnes	Research issues to respond to Relief from Stay issues.	2.5	\$750.00

1	07/14/2010	Atty Barnes	Continued research regarding issues presented in Relief From Stay Motion for proper defense of same.	1.5	\$450.00
2	07/16/2010	Atty Barnes	Further work on issues, case law, and other issues in defense of Relief from Stay motion by Exchange Bank.	2.5	\$750.00
3	07/20/2010	Atty Barnes	Draft letter to Attorney for secured creditor Exchange Bank regarding violation of stay.	.30	\$90.00
4	07/21/2010	Atty Barnes	Review letter from Exchange Bank's attorney.	.10	\$30.00
5	07/23/2010	Atty Barnes	Draft motion to extend exclusive period with supporting documents.	3.0	\$900.00
6	07/27/2010	Atty Barnes	Draft letter to Attorney for Exchange Bank in response to their letter of 07/21/2010.	.30	\$90.00
7	07/27/2010	Atty Barnes	Draft Debtor's Response to Exchange Bank's Motion for Relief from Automatic with supporting documents.	3.0	\$900.00
8	07/30/2010	Atty Barnes	Draft Motion to Enforce Automatic Stay and supporting documents.	3.0	\$900.00
9	08/02/2010	RSW	Help debtor draft operating statements for filing with court.	1.0	\$60.00
10	08/04/2010	Atty Barnes	Review Exchange Bank's Reply to Debtor's Opposition to Motion for Relief from Stay.	1.0	\$300.00
11	08/07/2010	RSW	Finalize Operating Statements; make service of same to Trustee.	.50	\$30.00
12	08/16/2010	Atty Barnes	Prepare for upcoming hearings regarding Motion(s) set for two hence (Aug. 18, 2010).	1.5	\$450.00
13	08/17/2010	Atty Barnes	Review Tentative Ruling for next day hearing; review cited cases.	.10	\$30.00
14	08/18/2010	Atty Barnes	Review cases in regards to ruling on Motion for Relief.	.60	\$180.00
15	08/18/2010	Atty Barnes	Travel to Sacramento to attend hearing on Motion for Relief from Stay and other Motions on calendar; conference prior to and after hearing with managing partner of debtor-in-possession.	3.0	\$600.00
16	08/19/2010	Atty Barnes	Research regarding most recent ruling in regards to asking for stay based upon court's ruling and for issues of possible appeal.	2.0	\$600.00
17	08/23/2010	Atty Barnes	Prepare Motion for Stay		

1		Pending Appeal and related documents.	2.0	\$600.00	
2	10/01/2010	RSW	Meeting with contract employee of debtor-in-possession to go over surrender of property on behalf of debtor.	.50	\$30.00
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4	10/04/2010	Atty Barnes	Draft letter to Attorney for Exchange Bank regarding receiving keys back after Notice of 3-Day Quit received.	.20	\$60.00
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6	10/08/2010	Atty Barnes	Draft letter to Exchange Bank enclosing cash collateral check after surrender of property.	.20	\$60.00
7					
8	10/14/2010	Atty Barnes	Draft letter to Exchange Bank regarding property after surrender.	.30	\$90.00
9					
10	10/14/2010	RSW	Meeting with contract employee regarding surrender of property and other issues of files, etc.	.50	\$30.00
11					
12	10/18/2010	Atty Barnes	Draft letter to Devon Storage enclosing checks and or payments paid to debtor.	.10	\$30.00
13					
14	10/18/2010	RSW	Telephone call with contract employee of debtor's; telephone call with managing partner of debtor-in-possession.	.50	\$30.00
15					
16	10/20/2010	Atty Barnes	Draft letter to Exchange bank via their attorney regarding surrender, checks, etc.	.30	\$90.00
17					
18	10/22/2010	RSW	Help debtor prepare and For filing August Statements.	.50	\$30.00
19					
20	10/25/2010	Atty Barnes	Compile Statement for Interim Fee Application.	2.5	\$750.00
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		Running Totals:	85.5 hrs	\$20,480.00	